

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re **ACM - Texas, LLC**Case No. **08-70200**Chapter **7**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	6	\$1,353,022.25		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	1			\$20,215.50
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2			\$42,495.72
F - Creditors Holding Unsecured Nonpriority Claims	Yes	13			\$2,959,695.00
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
TOTAL		25	\$1,353,022.25	\$3,022,406.22	

In re **ACM - Texas, LLC**

Case No. **08-70200**
(if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
None				
Total:			\$0.00	

(Report also on Summary of Schedules)

In re **ACM - Texas, LLC**Case No. **08-70200**

(if known)

SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		Wells Fargo DIP Account, Loveland, Colorado	\$1,772.25
3. Security deposits with public utilities, telephone companies, landlords, and others.	X		
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

In re **ACM - Texas, LLC**Case No. **08-70200**

(if known)

SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 1*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		Requisition Order No. R038979 Los Angeles County Sanitation Districrs	\$524,850.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X		
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X		

In re **ACM - Texas, LLC**Case No. **08-70200**

(if known)

SCHEDULE B - PERSONAL PROPERTY*Continuation Sheet No. 2*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X		
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.	X		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		Have customer list but do not how to value	\$0.00
25. Automobiles, trucks, trailers, and other vehicles and accessories.		'05 Chev Crew Cab Pickup	\$19,000.00
		'04 GMC Diesel 4X4 Pickup	\$17,500.00

In re **ACM - Texas, LLC**Case No. **08-70200**
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 3*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		2003 Chevy S-10 4X4 Pickup	\$9,000.00
26. Boats, motors, and accessories.	X		
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.		Packaging & Labeling Equipment/Tables	\$10,800.00
		Office Furniture/Equipment	\$900.00
29. Machinery, fixtures, equipment, and supplies used in business.		Packhouse Building (approx. 4,000 sq ft)	\$37,000.00
		Forklifts (3)	\$12,000.00
		Plant Building (approx. 5,400 sq ft)	\$45,000.00
		Crushers (2 X 38,000)	\$76,000.00
		Bucket elevators (3 X 22,000= 66000)	\$66,000.00
		Screw Conveyors (5 X 16,600= 63,000)	\$63,000.00
		5-Deck Vibrating Screen Units (2 X 62,000= 124,000)	\$124,000.00
		Pulverizer	\$51,000.00
		Dust collectors (2 X 31,000= 62,000)	\$62,000.00
		Bagging Units (2 X 11,000= 22,000)	\$22,000.00
		Blower Unit	\$14,500.00
		Scales	\$3,000.00
		Analytical Equipment	\$2,500.00

In re **ACM - Texas, LLC**Case No. **08-70200**
(if known)**SCHEDULE B - PERSONAL PROPERTY***Continuation Sheet No. 4*

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		Air Compressors (3 X 4,600= 13,800)	\$13,800.00
		Case Front Loader	\$22,000.00
		Intersoll-Rand Rough-Terrain Forklift	\$32,500.00
		Case Skid Steer	\$18,000.00
		CAT Diesel Generator	\$46,000.00
		Electrical Switch Boxes	\$17,500.00
		Misc Power & Hand Tools	\$1,300.00
		Copper Wiring	\$10,200.00
		Fuel Storage Tank (approx. 3,000 gal	\$10,000.00
		Mobile Office (20' X 8')	\$4,500.00
		Mine Safety Equipment	\$3,400.00
30. Inventory.		Pulverized powder in 50-16 and 2,000-lb bags (estimated value)	\$12,000.00
31. Animals.	X		
32. Crops - growing or harvested. Give particulars.	X		
33. Farming equipment and implements.	X		
34. Farm supplies, chemicals, and feed.	X		

In re **ACM - Texas, LLC**

Case No. **08-70200**
(if known)

SCHEDULE B - PERSONAL PROPERTY
Continuation Sheet No. 5

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
35. Other personal property of any kind not already listed. Itemize.		TAA v. ACM Texas counterclaims; potential asset, unknown damages.	Unknown
<div><div>5</div>continuation sheets attached</div> <div>(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)</div>			<div>Total ></div> <div>\$1,353,022.25</div>

In re **ACM - Texas, LLC**

Case No. **08-70200**
(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)
- ☐ 11 U.S.C. § 522(b)(3)

☐ Check if debtor claims a homestead exemption that exceeds \$136,875.

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
		\$0.00	\$0.00

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #:		DATE INCURRED: on account NATURE OF LIEN: Purchase Money COLLATERAL: 05 Chev Crew Cab Pickup REMARKS:				\$10,624.00	
GMAC PO Box 9001948 Louisville, KY 40290		VALUE: \$19,000.00					
ACCT #:		DATE INCURRED: NATURE OF LIEN: Purchase Money COLLATERAL: '04 GMC Diesel 4X4 Pickup REMARKS:				\$8,604.00	
GMAC PO Box 630071 Dallas TX 75263-0071		VALUE: \$17,500.00					
ACCT #:		DATE INCURRED: NATURE OF LIEN: FICA Federal Lien COLLATERAL: Assets REMARKS:				\$987.50	
Internal Revenue Service PO Box 21125 Philadelphia, PA 19114		VALUE: \$987.50					
Subtotal (Total of this Page) >						\$20,215.50	\$0.00
Total (Use only on last page) >						\$20,215.50	\$0.00

 No continuation sheets attached

(Report also on
Summary of
Schedules.)

(If applicable,
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data.)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)☐ **Domestic Support Obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☐ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and Certain Other Debts Owed to Governmental Units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to Maintain the Capital of an Insured Depository Institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for Death or Personal Injury While Debtor Was Intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

☐ **Administrative allowances under 11 U.S.C. Sec. 330**

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Taxes and Certain Other Debts Owed to Governmental Units
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CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Internal Revenue Service PO Box 21125 Philadelphia, PA 19114		DATE INCURRED: CONSIDERATION: FICA & FUTA REMARKS:				\$42,495.72	\$38,777.50	\$3,718.22
Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						\$42,495.72	\$38,777.50	\$3,718.22
Subtotals (Totals of this page) > Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)						\$42,495.72		
Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)							\$38,777.50	\$3,718.22

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: American Talc Company 5123 E. County Road Fort Collins, CO 80524		DATE INCURRED: CONSIDERATION: Account REMARKS:			X	\$97,000.00
ACCT #: Applied Chemical Magnesias Corporation PO Box 270941 Fort Collins, CO 80527		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: B. Kay Brunnier 565 Graceland Drive Carbondale, CO 81623		DATE INCURRED: CONSIDERATION: Account on account REMARKS:				\$120,000.00
ACCT #: Bill F Jones 2931 Country Place Circle Carrollton, TX 75006		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: BKS Family Charitable Foundation 407 Settlement Ln Carbondale, CO 81623		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: BKS Investments, Inc. c/o Carol Cashman 4245 N. Central Expwy #505 Dallas, TX 75205		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
Subtotal >						\$217,000.00
Total >						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: BKS Properties, Inc. 4500 Westway #1 Dallas, TX 75205		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Bret Holcomb PO Box 654 Estes Park, CO 80517		DATE INCURRED: CONSIDERATION: on account Account REMARKS:				\$95,000.00
ACCT #: Bryon M. & Peggy S. McGough 912 Bramblebush Street Fort Collins, CO 80536		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Bryon R. & Jacqueline J. McGough PO Box 272 Livermore, CO 80536		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Carhart Limited Partnership PO Box 1470 Port Aransas, TX 78373		DATE INCURRED: CONSIDERATION: on account Account REMARKS:			X	\$10,000.00
ACCT #: Chris Acton PO Box 5912 Austin, TX 78763		DATE INCURRED: CONSIDERATION: on account Account REMARKS:				\$25,000.00
Sheet no. <u>1</u> of <u>12</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$130,000.00
<p style="text-align: right;">Total ></p> <p style="text-align: center;">(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</p>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Con-Way Freight, Inc. RMS Bankruptcy Recovery Services PO Box 5126 Timonium, MD 21094		DATE INCURRED: CONSIDERATION: Account REMARKS:			X	\$13,933.00
ACCT #: Dale W. & Anne M. Smigelsky 1301 Brittany Court Fort Collins, CO 80525		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Dan Tubb 3407 Haynie Dallas, TX 75205		DATE INCURRED: CONSIDERATION: Services REMARKS:				Unknown
ACCT #: David R. Starn 7630 Huntington Dr. Hudson, OH 44236		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Douglas W. Perry 4137 Harbor Walk Drive Fort Collins, CO 80525		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Ed Yancey 4821 Caravelle Drive Fort Collins, CO 80526		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$76,487.00
Sheet no. 2 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$90,420.00
<div style="text-align: right;"> Total > (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) </div>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Faircrest Corporation PO Box 551358 Dallas, TX 75355		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Godfrey R. Gill 202 9th Ave, Apt 4 New York, NY 10011		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Gordon & Susan S. Wells 2413 Ridgecrest Rd. Fort Collins, CO 80524		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Gordon Hall 202-399 Main Street Penticton, B.C. V2A 5B7 Canada		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Gougler Industries, Inc. c/o Scheml Law 219 W. Magnolia Street Fort Collins, CO 80521		DATE INCURRED: on account CONSIDERATION: Attorney for Gougler Industries, Inc. REMARKS:			X	\$232,567.00
ACCT #: Greg Yancey 5820 Piper Drive Loveland, CO 80538		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$76,487.00
Sheet no. 3 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$309,054.00
<p style="text-align: right;">Total ></p> <p style="text-align: center;">(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</p>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Howard Baker 21 Lindenwood Drive Littleton, CO 80120		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$64,000.00
ACCT #: I.G. Bratton Family Limited Partnership 9778 Isabel CT. Littleton, CO 81623		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: James & Haugland, P.C. PO Box 1770 El Paso, TX 79949-1770		DATE INCURRED: CONSIDERATION: Texas Architectural Aggregate, Inc. REMARKS:				Notice Only
ACCT #: James A Steinbacher 1402 Millcreek CT College Station, TX 77845		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Janice Reaves 6 Condor Court Conroe, TX 77304		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Jeff Hill 2186 Knoll Drive #A Ventura, CA 93003		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$75,000.00
Sheet no. 4 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$139,000.00
<div style="text-align: right;">Total ></div> <div style="text-align: center;"> (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) </div>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Jerald Hampton c/o Solomon Smith Barn 1290 Avenue of the Americas, 16th FL New York, NY 10104		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Joan E. Brothers 220 East 54th St. #7B New York, NY 10022-4840		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Justin Tremayne Scherer 13094 Marcey Creek Rd. Herndon, VA 20171		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Kathy May Notaro PO Box 1517 Melville, NY 11747		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Kellie A. Holcomb 2520 Bedford Court Fort Collins, CO 80526		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Kent Obermann 5332 Paradise Lane Fort Collins, CO 80526		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$76,487.00
<div> <div>Sheet no. 5 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims</div> <div> <div>Subtotal ></div> <div>Total ></div> <div>(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</div> </div> </div>						\$76,487.00

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Kit & Carri W. Case 2920 Dyer Dallas, TX 75205		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Larry G. Novak 2377 212th Street Ames, IA 50014		DATE INCURRED: CONSIDERATION: Loan REMARKS:			X	\$300,000.00
ACCT #: Linda P. Ewing 2903 Littlejohn Rd. Winter Park, FL 32792		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Logan Garrison 3200 River Front Drive #108 Fort Worth, TX 76107		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$22,250.00
ACCT #: Margaret Evans 59 Crystal Rd. Carbondale, CO 81623		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Mark Miller 4906 Langdale Ct Fort Collins, CO 80526		DATE INCURRED: CONSIDERATION: Account REMARKS:				\$50,000.00
Sheet no. 6 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$372,250.00
<p style="text-align: right;">Total ></p> <p style="text-align: center;">(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</p>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Martinez Law Firm 1703 N. Big Spring Midland, Texas 79701		DATE INCURRED: 12/03/2008 CONSIDERATION: Attorney Fees REMARKS: Per engagement letter. Amount paid under fee agreement.				\$0.00
ACCT #: Mathis Loving Trust 6450 Woodcrest Ln Dallas, TX 752141		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Matthew E. & Juliette A. Bryant 1510 Bison Dr. #316 Williston, ND 58801		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Megumi Takei c/o Dan and Daise Tubb 31-28 29th #1F Astoria, NY 11106		DATE INCURRED: CONSIDERATION: Attorney Fees REMARKS:				Unknown
ACCT #: Meri R. & Farrell R. Spencer 3226 Whitewood Ct. Loveland, CO 80538		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Merlyn W. Dahlin Trust 8401 Lake Harbor Ct Fort Worth, TX 76179		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$135,000.00

Sheet no. 7 of 12 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$135,000.00**

Total >
(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Michael B. Smith 2616 Crawford Street Houston, TX 77004		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Michael M. Crow 5001 Spring Valley Road Ste. 350 East Dallas, TX 75244		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Michael W. Johnson 3401 Mason Dr. Plano, TX 75025		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Mineral Resource, Inc. 2817 Prestonwood Drive Dallas, TX 75093		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$5,000.00
ACCT #: Mona B. Jackson c/o Paul R. Jackson 7889 Eastlake Dr. Murchison, TX 75778		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Patricia D. Cox 14012 Highmark Sq Dallas, TX 75240		DATE INCURRED: on account CONSIDERATION: Stock & Loans REMARKS:			X	\$210,000.00
Sheet no. 8 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$215,000.00
<p style="text-align: right;">Total ></p> <p style="text-align: center;">(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</p>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Paul and Patti Ludwick 733 Terra View CR. Fort Collins, CO 80525		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: R.A. & Alesia McCreless 5231 Abbey Road Fort Collins, CO 80526		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$347,068.00
ACCT #: Richard J Hart, Jr. 3401 Malbrook Drive Falls Church, VA 22044		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: RMC Industries PO Box 270941 Fort Collins, CO 80527		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$720,166.00
ACCT #: Robert F. Wertheimer, Jr 2211 Stoney Brook Dr. Houston, TX 77063		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Ron & Sue Maulsby 1141 Miramound Dr. Fort Collins, CO 80524		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
Sheet no. 9 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$1,067,234.00
<p style="text-align: right;">Total ></p> <p style="text-align: center;">(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</p>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Ronald B. & Janet L. Smith 3010 Greenwood Glen Dr. Kingwood, TX 77345-1326		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Ruth G. Dahlin Trust 8401 Lake Harbor CT College Station, TX 77845		DATE INCURRED: CONSIDERATION: Non-Purchase Money REMARKS:				\$13,500.00
ACCT #: Sabin B. Steinbacher 1402 Millcreek Ct. College Station, TX 77845		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Scott Champ 4607 Valley Brook Cir College Station, TX 78745		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Scott Hulse 201 E. Main, 11th Floor PO Box 99123 El Paso, TX 79999-9123		DATE INCURRED: CONSIDERATION: Notice Only TC USA, Inc. REMARKS:				Notice Only
ACCT #: Sonya Case PO Box 12442 Dallas, TX 75225		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
Sheet no. 10 of 12 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal > \$13,500.00
<p style="text-align: right;">Total ></p> <p style="text-align: center;">(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)</p>						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Sterling Trust Company, Custodian FBO PO Box 2526 Waco, Texas 76702-2526		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Steve Ames 4221 Johnson Western Springs, IL 60558		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$69,750.00
ACCT #: Steven and Cheryl Abernathy 311 Barbara Circle Belleair, FL 33756		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Steven J Hoffmann 2501 Chadbourne Plano, TX 75023		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Terrell M. Powell & Patricia R. Phi 2016 Brenwood Austin, TX 78757		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Texas General Land Office 1700 N. Congress Ave., Ste 935 Austin, Texas 78701-1495		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only

Sheet no. 11 of 12 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$69,750.00**

Total >
(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the
Statistical Summary of Certain Liabilities and Related Data.)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: Tom Billingsley 1906 Columbine Drive Lufkin, TX 75904		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$50,000.00
ACCT #: W. Alan & Joyce T. Aument 7024 Vagabond Drive Falls Church, VA 22042		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: Walter Goldman dba Rem Consulting 14 Bayowski Rd West Orange, NJ 07052		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
ACCT #: William T. Evans 565 Graceland Drive Carbondale, CO 81623		DATE INCURRED: on account CONSIDERATION: Account REMARKS:				\$75,000.00
ACCT #: Yushin Peng 725 Dickins Ave Franlin Squares, NY 11010		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Unknown
Sheet no. 12 of 12 continuation sheets attached to Subtotal >						\$125,000.00
Schedule of Creditors Holding Unsecured Nonpriority Claims (Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						Total > \$2,959,695.00

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases of contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
James & Haugland, P.C. PO Box 1770 El Paso, TX 79949-1770	Texas Architectural Aggregate, Inc. Lease Agreement Contract to be ASSUMED
Texas General Land Office	Tract #2 Prospect permit M-102381 / Texas General Land Office (North 1/3 of Section 11 - containing 232.67 acres, more or less) Contract to be ASSUMED

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☒ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the **CEO** of the **Limited Liability Company**
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
27 sheets, and that they are true and correct to the best of my knowledge, information, and belief.
(Total shown on summary page plus 1.)

Date _____

Signature **/s/ R. A. McCreless, CEO ACM Texas, LLC**
**R. A. McCreless, CEO ACM Texas, LLC, President of Applied
Chemical Magnesias, Corporation, Managing Member**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**Case No. **08-70200**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

1. Income from employment or operation of business

None ☐ State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$312,130.00	2007 Tax return
(\$1,137,082.00)	2006 Tax Return
\$760,000.00	2008 (Jan 1 - Oct 10)

2. Income other than from employment or operation of business

None ☒ State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors**Complete a. or b., as appropriate, and c.**

None ☒ a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None ☒ b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None ☒ c. All debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

4. Suits and administrative proceedings, executions, garnishments and attachments

None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Gougler Industries, Inc. an ohio orporation and Furukawa Company Vs.	Civil	Larimer County, CO Courtroom 4C	Judg filed

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**Case No. **08-70200**
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 1

**Robert A. McCreless and ACM-
Texas, LLC.
a limited liability company
Case No. 06CV570**

Texas Architerctural Aggregate, Inc. Vs. ACM-Texas, LLC and Applied Chemical Magnesias Corporation No. 4564	Civil	Culberson County, TX 205th Judicial Dist Ct	Trial Stayed
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TC U.S.A Inc d/b/a Tennant Chemicals USA Inc., Vs. ACM-Texas, LLC. Civil Action No. 08CA0132	Civil	El Paso Federal CT	Trial Stayed
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ACM-Texas, LLC Vs. Richard Reaves, Vs. Jeevan Sciences	Civil	Culberson County, TX 205th Judicial Dist Ct	Trial Stayed
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None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
Approx \$5,000.00 garnished by law firm for Gougler Industries out of Bank of Colorado account		

5. Repossessions, foreclosures and returns

None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None ☒ a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**Case No. **08-70200**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 2

7. Gifts

None ☒ List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None ☒ List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Martinez Law Firm 1703 N. Big Spring Midland, Texas 79701	10/10/2008	\$15,000.00 placed in trust account

10. Other transfers

None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None ☒ b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

11. Closed financial accounts

None ☐ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
First National Bank	Acct # 600014289	\$245.00
Bank of Colorado	Acct # 7000000805	\$187.00
Bank of Choice	Acct # 9608434	\$5136.00

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**Case No. **08-70200**

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 3

12. Safe deposit boxes

- None ☒ List all safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

14. Property held for another person

- None ☒ List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

- None ☒ If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

- None ☒ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

-
- None ☒ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

-
- None ☒ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**Case No. **08-70200**
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 4

- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS**OF GOVERNMENTAL UNIT****DOCKET NUMBER****STATUS OR DISPOSITION**

**Environment Protection
Agency**

Stop Sale October 2007

18. Nature, location and name of business

None



a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

None



b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None



a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS**DATES SERVICES RENDERED**

**Sexton & Assoc., CPA
Ft Collins, CO**

April 2008

**Brock & Co., CPA
Ft Collins, CO**

April 2008

None



b. List all firms or individuals who within two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None



c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**Case No. **08-70200**
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 5

- None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

NAME AND ADDRESS**DATE ISSUED****Members of ACM-Texas, LLC****20. Inventories**

- None ☐ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
12/31/2007	R.A. McCreless, CEO	23,058.72
12/31/2006	R.A. McCreless, CEO	119,521.00

- None ☒ b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
R.A. McCreless, CEO	Applied Chemical Magnesias Corporation	Majority Member

22. Former partners, officers, directors and shareholders

- None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

- None ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

- None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
R.A. McCreless, CEO	various dates/partial return of princ	approx \$48,000.00

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**

Case No. **08-70200**
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 6

24. Tax Consolidation Group

None ☒ If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

25. Pension Funds

None ☒ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

In re: **ACM - Texas, LLC**

Case No. **08-70200**
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 7

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date _____

Signature /s/ R. A. McCreless, CEO ACM Texas, LLC
***R. A. McCreless, CEO ACM Texas, LLC; President of Applied
Chemical Magnesias, Corporation, Managing Member***

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 and 3571*

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION

IN RE: **ACM - Texas, LLC**

CASE NO **08-70200**

CHAPTER **7**

CHAPTER 7 INDIVIDUAL DEBTOR'S STATEMENT OF INTENTION

- ☐ I have filed a schedule of assets and liabilities which includes consumer debts secured by property of the estate.
- ☐ I have filed a schedule of executory contracts and unexpired leases which includes personal property subject to an unexpired lease.
- ☐ I intend to do the following with respect to the property of the estate which secures those debts or is subject to a lease:

Description of Secured Property	Creditor's Name	Property will be surrendered	Property is claimed as exempt	Property will be redeemed pursuant to 11 U.S.C. § 722	Debt will be reaffirmed pursuant to 11 U.S.C. § 524(c)
05 Chev Crew Cab Pickup	GMAC PO Box 9001948 Louisville, KY 40290	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		Debtor will continue making payments to creditor without reaffirming.			
'04 GMC Diesel 4X4 Pickup	GMAC PO Box 630071 Dallas TX 75263-0071	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		Debtor will continue making payments to creditor without reaffirming.			
Assets	Internal Revenue Service PO Box 21125 Philadelphia, PA 19114	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		Debtor will continue making payments to creditor without reaffirming.			

Description of Leased Property	Lessor's Name	Lease will be assumed pursuant to 11 U.S.C. § 362(h)(1)(A)
Texas Architectural Aggregate, Inc. Lease Agreement	James & Haugland, P.C. PO Box 1770 El Paso, TX 79949-1770	<input checked="" type="checkbox"/>
Tract #2 Prospect permit M-102381 / Texas General Land Office (North 1/3 of Section 11 - containing 232.67 acres, more or less)	Texas General Land Office	<input checked="" type="checkbox"/>

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

IN RE: **ACM - Texas, LLC**

CASE NO **08-70200**

CHAPTER **7**

CHAPTER 7 INDIVIDUAL DEBTOR'S STATEMENT OF INTENTION

Continuation Sheet No. 1

Date _____

Signature /s/ R. A. McCreless, CEO ACM Texas, LLC
R. A. McCreless, CEO ACM Texas, LLC
President of Applied Chemical Magnesias Corporation, Mananging Member

Date _____

Signature _____

CERTIFICATE OF SERVICE

I, the below signed, do hereby certify that a true and correct copy of the foregoing Chapter 7 Individual Debtor's Statement of Intention was mailed or otherwise served to the Chapter 7 Trustee, the secured creditors as listed on Schedule D, the United States Trustee and/or to any other interested parties as may be required by B.R. 1007 and applicable local bankruptcy rules.

Date _____

/s/ Alvaro Martinez, Jr.
Alvaro Martinez, Jr.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

IN RE: **ACM - Texas, LLC**Case No. **08-70200**Chapter **7**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
RMC Industries PO Box 270941 Fort Collins, CO 80527		Account		\$720,166.00
R.A. & Alesia McCreless 5231 Abbey Road Fort Collins, CO 80526		Account		\$347,068.00
Larry G. Novak 2377 212th Street Ames, IA 50014		Loan	<i>Disputed</i>	\$300,000.00
Gougler Industries, Inc. c/o Scheml Law 219 W. Magnolia Street Fort Collins, CO 80521		Attorney for Gougler Industries, Inc.	<i>Disputed</i>	\$232,567.00
Patricia D. Cox 14012 Highmark Sq Dallas, TX 75240		Stock & Loans	<i>Disputed</i>	\$210,000.00
Merlyn W. Dahlin Trust 8401 Lake Harbor Ct Fort Worth, TX 76179		Account		\$135,000.00

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

IN RE: **ACM - Texas, LLC**Case No. **08-70200**Chapter **7****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 1*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]

B. Kay Brunnier 565 Graceland Drive Carbondale, CO 81623	Account		<i>Disputed</i>	\$120,000.00
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American Talc Company 5123 E. County Road Fort Collins, CO 80524	Account		<i>Disputed</i>	\$97,000.00
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Bret Holcomb PO Box 654 Estes Park, CO 80517	Account			\$95,000.00
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Kent Obermann 5332 Paradise Lane Fort Collins, CO 80526	Account			\$76,487.00
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Greg Yancey 5820 Piper Drive Loveland, CO 80538	Account			\$76,487.00
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Ed Yancey 4821 Caravelle Drive Fort Collins, CO 80526	Account			\$76,487.00
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William T. Evans 565 Graceland Drive Carbondale, CO 81623	Account			\$75,000.00
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**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

IN RE: **ACM - Texas, LLC**Case No. **08-70200**Chapter **7****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS***Continuation Sheet No. 2*

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Jeff Hill 2186 Knoll Drive #A Ventura, CA 93003		Account		\$75,000.00
Steve Ames 4221 Johnson Western Springs, IL 60558		Account		\$69,750.00
Howard Baker 21 Lindenwood Drive Littleton, CO 80120		Account		\$64,000.00
Tom Billingsley 1906 Columbine Drive Lufkin, TX 75904		Account		\$50,000.00
Mark Miller 4906 Langdale Ct Fort Collins, CO 80526		Account		\$50,000.00
Internal Revenue Service PO Box 21125 Philadelphia, PA 19114		FICA & FUTA		\$42,495.72
Chris Acton PO Box 5912 Austin, TX 78763		Account		\$25,000.00

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
MIDLAND DIVISION**

IN RE: **ACM - Texas, LLC**

Case No. **08-70200**

Chapter **7**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 3

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the CEO of the Limited Liability Company
named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the
best of my information and belief.

Date: _____

Signature: /s/ R. A. McCreless, CEO ACM Texas, LLC
R. A. McCreless, CEO ACM Texas, LLC; President of Applied
Chemical Magnesias, Corporation, Managing Member